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## **GOLDEN PONDER HOLDINGS LIMITED**

**金 倫 控 股 有 限 公 司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1783)**

### **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND COMPOSITION OF BOARD COMMITTEES**

The Board announces that with effect from 14 January 2022:

- 1) Mr. Szeto Cheong Mark has resigned from his position as independent non-executive director and ceased to be chairman of the audit committee of the Company and member of the remuneration committee of the Company; and
- 2) Mr. Zhang Jue has been appointed as the independent non-executive director, the chairman of the audit committee of the Company and member of the remuneration committee of the Company.

### **RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Golden Ponder Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that, Mr. Szeto Cheong Mark (“**Mr. Szeto**”) has resigned from his position as the independent non-executive director with effect from 14 January 2022.

Due to personal commitment, Mr. Szeto has resigned from his position as independent non-executive director of the Company. Mr. Szeto confirmed that he has no claims against the Company in respect of his resignation and has no disagreements with the Board. There is no other matter in relation to his resignation that should be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Szeto for his invaluable contributions to the Company during his tenure.

## APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board would also like to announce that Mr. Zhang Jue (“**Mr. Zhang**”) has been appointed as an independent non-executive director with effect from 14 January 2022.

The biographical details of Mr. Zhang are as follows:

Mr. Zhang, aged 35, he obtained a bachelor’s degree with a major in Financial Management from Shanghai University of Finance and Economics in 2007 and a Master’s degree of Accounting from Tsinghua University in 2015. Mr. Zhang has over 13 years of experience in various areas, including investment, financial management, market research and auditing. Mr. Zhang worked as a senior manager from December 2012 to December 2013 and as the financial controller from December 2013 to June 2014 in China New Town Development Company Limited, the shares of which is listed on the main board of the Stock Exchange (stock code: 1278). From December 2012 to June 2017, he served as a vice president in Beijing Black Eagle Fu Cheng Investment Management Co. Ltd.\* (北京黑鷹富成投資管理有限公司) and/or its related companies. Since July 2017, he served as a vice general manager of Beijing Qingkong Xinye Investment Management Co. Ltd. \* (北京青控新業投資管理有限公司). Mr. Zhang is currently a director of CCL Cold Storage Logistics Co., Ltd.\* (北京中冷物流股份有限公司) and Shanghai Shaohua Culture Communication Co. Ltd.\* (上海韶華文化傳播股份有限公司), the shares of which are quoted on the National Equities Exchange and Quotations of the PRC (stock code: 835382 and 871677, respectively).

Mr. Zhang is currently serving as an independent non-executive director of Ruixin International Holdings Limited, a company listed on the main board of the Stock Exchange (stock code: 724) since February 2016.

Pursuant to the letter of appointment entered into between Mr. Zhang and the Company (“**Letter of Appointment**”), Mr. Zhang is appointed as an independent non-executive director for a term of one year with effect from 14 January 2022 subject to early termination in accordance with the terms of the Letter of Appointment. Mr. Zhang is also subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company and the Rules Governing the Listing of Securities of the Stock Exchange (the “**Listing Rules**”). Mr. Zhang is entitled to an annual remuneration of HKD180,000, which was determined by the Board by reference to his responsibilities, workload and time devoted to the Group and the performance of the Group and may be adjusted by the Board subject to the recommendations of the remuneration committee of the Company and the resolutions of the shareholders of the Company at a general meeting.

Save as disclosed above, as at the date of this announcement, Mr. Zhang (i) has not held any other major appointments and qualifications or directorships in other listed companies in Hong Kong or overseas in the last three years; (ii) does not have any relationship with any Directors, senior management, substantial or controlling shareholders (having the meaning ascribed to them under the Listing Rules) of the Company; (iii) does not hold other positions with the Company or other members of the Group; and (iv) is not interested in any shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed

above, there is no further information required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Zhang that need to be brought to the attention of the Stock Exchange or the holders of securities of the Company.

The Board would like to take this opportunity to welcome Mr. Zhang for joining as members of the Board.

## **CHANGES IN COMPOSITION OF THE BOARD COMMITTEES**

Following the resignation of Mr. Szeto as an independent non-executive director, he also ceased to be chairman of the audit committee of the Company (the “**Audit Committee**”) and member of the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from 14 January 2022.

Mr. Zhang has been appointed as the chairman of the Audit Committee and member of the Remuneration Committee with effect from 14 January 2022.

By order of the Board  
**Golden Ponder Holdings Limited**  
**Chan Kam Tong**  
*Chairman*

Hong Kong, 14 January 2022

*As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Chan Kam Tong and Mr. Chan Kam Ming, and three independent non-executive Directors, namely Mr. Hau Wing Shing Vincent, Mr. Wan Simon and Mr. Zhang Jue.*

\* *For identification only*